

MARKUS WILLIAMS YOUNG & ZIMMERMANN LLC
1700 LINCOLN STREET, SUITE 4550
DENVER, CO 80203
(303) 830-0800
www.MarkusWilliams.com
TAX ID 84-1292298

December 19, 2016

Invoice No.: 94546

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.002 Restructure/Reorganization

PROFESSIONAL SERVICES:

| | | | Hours | |
|------------|-----|--|-------|--------|
| 11/01/2016 | BTH | Review docket and newly filed pleadings (.4); Email to CFO re interim monthly billing request (.1). | 0.50 | 147.50 |
| 11/02/2016 | RBL | Review adversary case pleadings. | 0.20 | 25.00 |
| | BTH | Phone conference with C. Caby to discuss pending matters in case (.3); Phone conference and email with S. Goldstein to discuss pending matters in case (.3). | 0.60 | 177.00 |
| 11/03/2016 | BTH | Review and analyze recent pleadings in case including District's objection to EisnerAmper (.7); Conference call with J. Young to address pending matters in case (.3); Review audit letter and begin working on response (.3). | 1.30 | 383.50 |
| 11/04/2016 | RBL | Review adversary proceedings. | 0.20 | 25.00 |
| | BTH | Research and strategize for matters related to the composition of the UCC and issues related to overlapping representation by members of the UCC (.7); Discuss matters related to upcoming settlement conference with CEO (.2). | 0.90 | 265.50 |
| 11/07/2016 | BTH | Phone conference with CEO/CFO to discuss open issues in case. | 0.30 | 88.50 |
| 11/08/2016 | BTH | Review docket and all pending pleadings and related deadlines (1.5); Phone conference with C. Caby issues with document sharing with UCC (.4); Phone conference with M. Cain re potential engagement for collection of accounts receivable (.7). | 2.60 | 767.00 |
| 11/09/2016 | BTH | Phone conference with C. Caby to discuss case (.3); Phone conference with J. Salisbury to address pending matters in case (.4). | 0.70 | 206.50 |
| 11/10/2016 | RBL | Review adversary case pleadings. | 0.20 | 25.00 |

| | | | Hours | |
|------------|-----|--|-------|----------|
| | BTH | Email correspondence with CEO to address settlement conference (.2); Phone conference with N. Reib re upcoming settlement conference (.2); Forward UCC fee materials to CEO (.1); Email to C. Caby re potential terms of settlement (.1); Phone conference with R. Royal to discuss case (.5); Prepare for settlement conference (2.0); Research issues related to potential settlement with UCC (.7). | 3.80 | 1,121.00 |
| 11/11/2016 | BTH | Travel to/from Denver, CO to attend settlement conference (billed at 1/2 time) (2.0); Prepare for and attend settlement conference (5.0); Attend follow-up discussions (post-settlement conference) to address open issues in case (1.5). | 8.50 | 2,507.50 |
| | SRR | Telephone conference(s) with Brad re status of plan (0.2); Review motion for relief (0.4); Review plan term sheet (0.2); Review pleadings (0.2). | 1.00 | 375.00 |
| | JFY | Meet with Committee to discuss various open items and potential resolutions of case. | 4.30 | 1,698.50 |
| 11/14/2016 | BTH | Phone conference with T. Woznick re case update (.2). | 0.20 | 59.00 |
| 11/15/2016 | BTH | Phone conference with C. Caby to address possible settlement with District (.3); Phone conference with CEO/CFO re potential settlement with UCC (.6); Settlement conference with CEO/CFO and District (1.4). | 2.30 | 678.50 |
| 11/16/2016 | BTH | Phone conference with T. Woznick to discuss Bank's position on Eisner Amper (.2); Phone conference with C. Caby to discuss potential settlement with District (.3); Email to CEO/CFO and District re proposed settlement terms with UCC (.2). | 0.70 | 206.50 |
| | SRR | Review and revise response to insurance company objection on motion for 2004 examination (.4) Telephone conference(s) with Brad re revisions (0.1); Telephone conference(s) with Brad re insurance litigation (0.2); Correspondence with Brad re deal with UCC (0.3) | 1.10 | 412.50 |
| 11/17/2016 | BTH | Prepare for and attend conference call with CEO/CFO and counsel for District re settlement negotiations (1.3); Phone conference with CEO/CFO re potential settlement terms (.3); Review pleadings regarding pending matters (.5); Phone conference with J. Markus to address settlement proposal (.3); Update parties re proposed settlement terms with UCC (.1); Email to H2C re update on case (.1). | 2.70 | 796.50 |
| | SRR | Telephone conference(s) with Board and Brad (1.0); Review of plan and term sheet with UCC (0.4); Correspondence with Brad re same (0.2). | 1.60 | 600.00 |
| 11/18/2016 | BTH | Review and respond to settlement presentation from M. Long (.2); Review docket and recent pleadings in case (.8). | 1.00 | 295.00 |
| | SRR | Correspondence with Brad re status of case and term sheet. | 0.30 | 112.50 |
| | SRR | Correspondence to and from Brad re 2004 motion (.2); Review term sheet and status of 2004 motion and telephone conference(s) with Brad re same (0.3). | 0.50 | 187.50 |

| | | | Hours |
|------------|-----------------------|--|------------------|
| 11/21/2016 | BTH | Prepare for and attend conference call with Board (.9); Review revised settlement presentation (.2); Address pending matters with parties (2004 motion, Eisner Amper motion) (.5); Review UCC interim fee application and forward the same to CFO (.3); Prepare strategy to address pending matters in case in order to move case towards plan confirmation (1.0). | 2.90 |
| | SRR | Correspondence with Brad and John re 2004 hearing and continuation. | 0.30 |
| 11/23/2016 | BTH | Review docket and formulate strategy to address upcoming matters in case (1.0). | 1.00 |
| 11/28/2016 | BTH | Review order re payment of ordinary course professionals and send client email regarding the same (.4); Email to M. Long re projections for budget (.1); Review pending fee matters in case (.3). | 0.80 |
| | TOTAL SERVICES | | 40.50 |
| | | | 12,659.50 |

EXPENSES:

| | | |
|---------------------------------------|-----------------------------------|--------------------|
| Photocopies | 1,488.00 | |
| Online research | 1,663.97 | |
| Postage | 245.61 | |
| Out-of-town travel | 120.00 | |
| Conference calls | 68.93 | |
| TOTAL EXPENSES Thru 11/30/2016 | 3,586.51 | |
| TOTAL THIS INVOICE | 16,246.01 | |
| Previous Balance | \$31,478.01 | |
| 12/15/2016 | Payment received | -30,599.65 |
| | TOTAL OUTSTANDING INVOICES | \$17,124.37 |

| Aged Due Amounts | | | | |
|------------------|---------------|--|---------------|---------------|
| <u>Stmt Date</u> | <u>Stmt #</u> | | <u>Billed</u> | <u>Due</u> |
| 11/17/2016 | 94181 | | 7,473.15 | <u>878.36</u> |
| | | | | <u>878.36</u> |

Your trust account balance is

| | | |
|------------|--|--------------|
| 12/13/2016 | Opening Balance | \$228,501.20 |
| | Ck #4237 | 30,599.65 |
| 12/14/2016 | October Interim Billing Payment | |
| | PAYEE: MARKUS WILLIAMS YOUNG & ZIMMERMANN LL | -30,599.65 |
| | Closing Balance | \$228,501.20 |

PAYABLE UPON RECEIPT

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December 19, 2016

Invoice No.: 94548

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.004 Cash Collateral

PROFESSIONAL SERVICES:

| | | | Hours | |
|------------|-----|--|-------|----------|
| 11/01/2016 | BTH | Conference call with T. Woznick to discuss case. | 0.40 | 118.00 |
| 11/23/2016 | BTH | Review prior documents related to use of cash collateral (.4). | 0.40 | 118.00 |
| 11/29/2016 | BTH | Review budget for continued use of cash collateral and discuss the same with M. Long (.4). | 0.40 | 118.00 |
| 11/30/2016 | BTH | Review updated budget for purposes of continued use of cash collateral (.3); Phone conference and email with T. Woznick re continued use of cash collateral (.3); Review second agreement with Bank for use of cash collateral (.3). | 0.90 | 265.50 |
| | | TOTAL SERVICES | 2.10 | 619.50 |
| | | TOTAL THIS INVOICE | | 619.50 |
| | | Previous Balance | | \$919.55 |

TOTAL OUTSTANDING INVOICES \$1,539.05

| Aged Due Amounts | | | |
|------------------|--------|--------|---------------|
| Stmt Date | Stmt # | Billed | Due |
| 08/10/2016 | 92764 | 984.00 | 595.05 |
| 11/17/2016 | 94183 | 324.50 | 324.50 |
| | | | <u>919.55</u> |

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TAX ID 84-1292298

December 19, 2016

Invoice No.: 94549

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.007 Required Reports

PROFESSIONAL SERVICES:

| | | | Hours | |
|------------|-----|---|-------------|------------------------|
| 11/10/2016 | BTH | Review materials to be provided to Bank re continued use of cash collateral; Forward materials to T. Woznick. | 0.40 | 118.00 |
| 11/22/2016 | BTH | Review and file monthly operating report for October 2016 (1.5). | 1.50 | 442.50 |
| | | TOTAL SERVICES | <u>1.90</u> | <u>560.50</u> |
| | | TOTAL THIS INVOICE | | 560.50 |
| | | Previous Balance | | \$265.50 |
| | | TOTAL OUTSTANDING INVOICES | | <u><u>\$826.00</u></u> |

| Aged Due Amounts | | | |
|------------------|--------|--------|---------------|
| Stmt Date | Stmt # | Billed | Due |
| 11/17/2016 | 94185 | 265.50 | <u>265.50</u> |
| | | | <u>265.50</u> |

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December 19, 2016

Invoice No.: 94550

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.008 Claims

PROFESSIONAL SERVICES:

| | | | Hours | |
|-----------------------------------|-----|--|-------|-----------------|
| 11/11/2016 | JFY | Review and analyze tort claim issues and strategies for resolving. | 0.70 | 276.50 |
| TOTAL SERVICES | | | 0.70 | 276.50 |
| TOTAL THIS INVOICE | | | | 276.50 |
| TOTAL OUTSTANDING INVOICES | | | | <u>\$276.50</u> |

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December 19, 2016

Invoice No.: 94552

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.010 Creditors Committee

PROFESSIONAL SERVICES:

| | | | Hours | |
|------------|-----|--|-------------|----------------|
| 11/01/2016 | JFY | Review and analyze issues related to Committee's request to employ financial advisors; Prepare objection related thereto. | 1.30 | 513.50 |
| 11/02/2016 | JFY | Continue review and analysis of issues related to Committee's request to employ financial advisor. | 0.70 | 276.50 |
| 11/03/2016 | JMS | Review District's objection to employment of EisnerAmper and review court order setting hearing on same. | 0.30 | 93.00 |
| 11/07/2016 | BTH | Phone conference with S. Goldstein to discuss upcoming settlement conference. | 0.70 | 206.50 |
| | JFY | Continue review and analysis of issues related to Committee's retention of Financial Advisor (.7); Prepare for meeting with Committee to discuss settlement (.6). | 1.30 | 513.50 |
| 11/10/2016 | BTH | Email preliminary liquidation analysis to S. Goldstein. | 0.10 | 29.50 |
| 11/11/2016 | JFY | Prepare for meeting with Committee to discuss plan issues, plan term sheet matters and related open items. | 1.80 | 711.00 |
| 11/16/2016 | BTH | Phone conferences with S. Goldstein re settlement (.9); Review email from S. Goldstein (.1); Review and analyze issues related to possible settlement with UCC (1.5); Additional review of UCC time entries and drafting of informal notice of objection related thereto (.5); Forward draft responses to pending matters to S. Goldstein (.1); Email to S. Goldstein re payment of interim fees (.1). | 3.20 | 944.00 |
| 11/17/2016 | BTH | Address UCC interim fee application (.3); Email and phone correspondence with S. Goldstein re settlement negotiations (.2). | 0.50 | 147.50 |
| 11/22/2016 | BTH | Review and revise plan term sheet and forward to S. Goldstein (1.3). | 1.30 | 383.50 |
| | | TOTAL SERVICES | <hr/> 11.20 | <hr/> 3,818.50 |

| | |
|---------------------------|-------------|
| TOTAL THIS INVOICE | 3,818.50 |
| Previous Balance | \$14,805.50 |

| | |
|-----------------------------------|--------------------|
| TOTAL OUTSTANDING INVOICES | <u>\$18,624.00</u> |
|-----------------------------------|--------------------|

| Aged Due Amounts | | | |
|------------------|---------------|---------------|------------------|
| <u>Stmt Date</u> | <u>Stmt #</u> | <u>Billed</u> | <u>Due</u> |
| 11/17/2016 | 94188 | 14,805.50 | <u>14,805.50</u> |
| | | | <u>14,805.50</u> |

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December 19, 2016

Invoice No.: 94553

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.012 Tort Litigation

PROFESSIONAL SERVICES:

| | | | Hours | |
|---------------------------|-----|---|-------------|-----------------|
| 11/01/2016 | JFY | Review and analyze various insurance litigation issues and declaratory judgment action related thereto. | 0.90 | 355.50 |
| 11/02/2016 | JFY | Continue review and analysis of various open insurance litigation issues and strategies to be employed in response to declaratory judgment actions filed by insurance carriers. | 0.80 | 316.00 |
| 11/16/2016 | JFY | Review and analyze issues regarding resolution of tort claimants issues as part of chapter 11 plan; Correspondence with district and committee counsel re same. | 1.50 | 592.50 |
| 11/22/2016 | JFY | Review and analyze tort claim issues and potential resolution of same. | 0.50 | 197.50 |
| TOTAL SERVICES | | | <u>3.70</u> | <u>1,461.50</u> |
| TOTAL THIS INVOICE | | | | 1,461.50 |
| Previous Balance | | | | \$14,445.06 |

TOTAL OUTSTANDING INVOICES \$15,906.56

Aged Due Amounts

| Aged Due Amounts | | | | |
|------------------|---------------|--|---------------|---------------|
| <u>Stmt Date</u> | <u>Stmt #</u> | | <u>Billed</u> | <u>Due</u> |
| 07/14/2016 | 92509 | | 22,724.50 | 13,651.06 |
| 11/17/2016 | 94189 | | 794.00 | <u>794.00</u> |
| | | | | 14,445.06 |

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TAX ID 84-1292298

December 20, 2016

Invoice No.: 94561

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.013 Insurance Issues

PROFESSIONAL SERVICES:

| | | | Hours | |
|------------|-----|--|-------|----------|
| 11/01/2016 | BTH | Review pleadings and discovery from declaratory judgment action (2.8); Research independence of coverage issues from bad faith claims (1.5); Draft summary of findings (1.1). | 5.40 | 1,593.00 |
| | SRR | Correspondence with B. Hunsicker and opposing counsel on end of stay. | 0.30 | 112.50 |
| | SRR | Review and revise motion for 2004 examination. | 0.30 | 112.50 |
| | SRR | Review cases provided by B. Hunsicker and memo on bad faith litigation. | 1.30 | 487.50 |
| 11/02/2016 | BTH | Review objection to motion for 2004 examination. | 0.30 | 88.50 |
| | SRR | Research issues on motion for relief and 2004 examination. | 0.50 | 187.50 |
| 11/10/2016 | JMS | Legal research and begin drafting response to Insurance Companies' motion to lift stay. | 2.60 | 806.00 |
| 11/11/2016 | JMS | Continue drafting objection to motion to lift stay. | 4.60 | 1,426.00 |
| | JMS | Begin preparing brief on request for 2004 examination. | 0.50 | 155.00 |
| 11/14/2016 | JMS | Continue draft re objection to motion to lift the stay to permit Carrier litigation to go forward; Extensive review re pleadings filed in the District Court as to the status of the litigation. | 4.50 | 1,395.00 |
| | JMS | Conferences with S. Rider and B. Hunsicker re motion for a 2004 examination; Review discovery received from the insurance companies in the declaratory judgment action. | 0.80 | 248.00 |

| | | | Hours |
|------------|-----------------------|---|-------------------------------|
| | BTH | Review and summarize discovery materials received from insurance companies in declaratory judgment action (2.8); Provide summary of findings to J. Salisbury for purposes of drafting objection to stay motion (.6); Email to D. Kellam re supplemental requests from Lexington (.1); Email to J. Cronin re pre-petition discovery inquiry (.1); Email to J. Burghardt re UMIA supplemental discovery documents (.1); Further analysis of Protective Order from declaratory judgment action (.4). | 4.10 1,209.50 |
| | SRR | Review discovery responses of all insurance companies; Research issues on 2004 examinations; Review response on motion for relief from stay. | 5.00 1,875.00 |
| 11/15/2016 | BTH | Review and revise objection to Insurance Companies' motion for stay relief (1.8); Review various initial disclosures and discovery responses from Insurance Companies and email various parties with questions related thereto (1.8). | 3.60 1,062.00 |
| | JMS | Continue drafting Objection to Insurer's Motion to Lift Stay. | 4.90 1,519.00 |
| | JMS | Review and revise brief in support of 2004 examination of insurers; Conference with S. Rider re same. | 0.60 186.00 |
| | JMS | Review Confidentiality Order from Carrier Litigation as to ability to share information with the Committee. | 0.30 93.00 |
| | SRR | Conference(s) with J. Salisbury and B. Hunsicker; Review response to motion for 2004 examination; Prepare reply to response to motion for 2004 examination. | 6.00 2,250.00 |
| | JFY | Review and analyze response to insurance company's motion for relief from automatic stay and issues related thereto. | 0.80 316.00 |
| 11/16/2016 | JMS | Revise response and opposition to motion to lift stay. | 3.60 1,116.00 |
| | BTH | Review and response to email from T. Swanson (UMIA) (.3); Phone conference with M. Davis (Lexington) (.2); Review and revise reply to opposition to motion for 2004 exam (1.9); Additional review and revisions to reply to opposition to motion for 2004 exam (.4). | 2.80 826.00 |
| 11/17/2016 | BTH | Address pending matters with insurance companies (.5). | 0.50 147.50 |
| 11/18/2016 | BTH | Phone conference with J. Burghardt and T. Swanson (UMIA) (.9); Review discovery responses from Homeland and forward the same to the UCC (.7); Email correspondence with M. Davis (Lexington) and discuss the same internally (.5); Review pending 2004 motion and related pleadings (.6); Begin reconciling information from insurers and information requested for 2004 for purposes of drafting disclosure statement (.4). | 3.10 914.50 |
| 11/22/2016 | BTH | Address pending 2004 motion and draft and finalize motion to continue and proposed order (1.8); Phone conference with J. Burghardt to address pending 2004 motion (.1); Phone conference with D. Kellam to address pending 2004 motion (.1); Phone conference with S. Goldstein re pending settlement (.2); Research issues re initial hearing on insurer's stay motion (.3); Advise CEO/CFO on settlement discussions (.1). | 2.60 767.00 |
| | TOTAL SERVICES | | <u>59.00</u> <u>18,893.00</u> |

TOTAL THIS INVOICE 18,893.00

Previous Balance \$9,334.57

TOTAL OUTSTANDING INVOICES \$28,227.57

Aged Due Amounts

| <u>Stmt Date</u> | <u>Stmt #</u> | <u>Billed</u> | <u>Due</u> |
|------------------|---------------|---------------|-----------------|
| 07/14/2016 | 92506 | 7,092.57 | 7,092.57 |
| 11/17/2016 | 94190 | 2,242.00 | <u>2,242.00</u> |
| | | | 9,334.57 |

PAYABLE UPON RECEIPT

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DENVER, CO 80203
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TAX ID 84-1292298

December 19, 2016

Invoice No.: 94555

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.014 Plan and Disclosure Statement

PROFESSIONAL SERVICES:

| | | | Hours | |
|------------|-----|--|-------|----------|
| 11/01/2016 | JMS | Continue working on disclosure statement. | 5.20 | 1,612.00 |
| 11/02/2016 | JMS | Continue drafting disclosure statement. | 4.50 | 1,395.00 |
| 11/03/2016 | JFY | Review and analyze certain plan issues in the event settlement is not reached with Committee and necessary plan modifications as a result of failure to settle (.8); Conference with financial advisor to the Debtor re liquidation valuation issues and with particular emphasis on matters related to the best interest test under § 1129 of the Bankruptcy Code (.0). | 0.80 | 316.00 |
| 11/07/2016 | BTH | Phone conference with H2C to discuss plan confirmation issues. | 0.50 | 147.50 |
| 11/08/2016 | JTM | Review draft liquidation analysis (0.4); Telephone conference(s) with B. Hunsicker re liquidation analysis and comments/questions re same (0.7). | 1.10 | 467.50 |
| | BTH | Review and analysis issues presented by H2C re liquidation analysis. | 0.80 | 236.00 |
| 11/09/2016 | BTH | Revise Plan Term Sheet for purposes of settlement conference (1.0); Phone conference with CEO/CFO to address Plan Term Sheet (.7); Additional review and analysis related to revised Plan Term Sheet (1.2); Phone conference with H2C to discuss liquidation analysis (.8); Follow up emails with H2C and document review re liquidation analysis (.8). | 4.60 | 1,357.00 |
| | JFY | Review and analyze issues raised by financial advisor in regard to the liquidation analysis of Debtor for purposes of meeting the best interest test under §1129 of the Bankruptcy Code. | 2.30 | 908.50 |
| 11/10/2016 | JTM | Review liquidation analysis (0.3); Telephone conference(s) with B. Hunsicker re liquidation analysis, best interest issues and re strategy for meeting (0.3); Call with J. Young re strategy for meeting with committee (0.3). | 0.90 | 382.50 |
| | BTH | Review and respond to updated liquidation analysis. | 0.70 | 206.50 |

| | | | Hours |
|------------|-----------------------------------|--|------------------------|
| | JFY | Review and analyze potential settlement issues with tort claimants, plan term sheet and confirmation issues and analyze certain modifications to plan and feasibility issues. | 3.40 1,343.00 |
| 11/11/2016 | JFY | Meet with financial advisors to discuss liquidation analysis and best interest of creditors test under §1129 of the Bankruptcy Code. | 1.00 395.00 |
| 11/14/2016 | JFY | Review and analyze strategies for settling plan confirmation disputes and alternatives should tort claimants and Debtor fail to reach settlement re Plan; Review and analyze needed plan modifications. | 1.30 513.50 |
| 11/15/2016 | JFY | Prepare for telephone call with client and District to discuss plan confirmation issues and settlement issues (.7); Participate in call with District and client re plan confirmation issues and settlement issues (.8). | 1.50 592.50 |
| 11/17/2016 | JFY | Participate in call with debtor and district to discuss tort claimant resolution and plan confirmation issues. | 1.40 n/c |
| 11/22/2016 | JMS | Continue drafting disclosure statement. | 4.30 1,333.00 |
| | JMS | Correspondence with B. Hunsicker re consensual plan of reorganization and modifications to plan and disclosure statement as to same. | 0.30 93.00 |
| | JFY | Review and analyze plan term sheet. | 0.90 355.50 |
| 11/23/2016 | JMS | Continue drafting disclosure statement. | 2.80 868.00 |
| 11/30/2016 | BTH | Review and response to Plan Term Sheet from S. Goldstein (.8); Forward Plan Term Sheet to C. Caby and discuss the same (.3); Address Plan Term Sheet with J. Young (.2). | 1.30 383.50 |
| | JFY | Review and analyze plan term sheet issues and related matters re negotiations with committee re consensual plan. | 1.20 474.00 |
| | TOTAL SERVICES | | 39.40 13,379.50 |
| | TOTAL THIS INVOICE | | 13,379.50 |
| | Previous Balance | | \$18,779.50 |
| | TOTAL OUTSTANDING INVOICES | | \$32,159.00 |
| | Aged Due Amounts | | |
| | <u>Stmt Date</u> | <u>Stmt #</u> | <u>Billed</u> |
| | 07/14/2016 | 92507 | 6,636.00 |
| | 09/14/2016 | 93436 | 8,715.00 |
| | 11/17/2016 | 94191 | 8,608.50 |
| | | | <u>18,779.50</u> |

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December 19, 2016

Invoice No.: 94556

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.015 Employment and Fee Applications

PROFESSIONAL SERVICES:

| | | | Hours | |
|------------|-----|---|-------|----------|
| 11/02/2016 | BTH | Review revised engagement letter with H2C and forward the same to UCC and UST with explanation related thereto. | 0.40 | 118.00 |
| 11/04/2016 | BTH | Begin working on first interim fee application (4.7); Research re local rules for purposes of drafting first interim fee application (.4). | 5.10 | 1,504.50 |
| 11/07/2016 | BTH | Continue review of time entries and prepare first interim fee application. | 4.90 | 1,445.50 |
| 11/08/2016 | BTH | Review all time entries in case to date and continuing preparing first full interim fee application. | 5.50 | 1,622.50 |
| 11/09/2016 | BTH | Continue working on first fee application. | 0.80 | 236.00 |
| 11/14/2016 | BTH | Continue working on first interim fee application pleadings (2.7). | 2.70 | 796.50 |
| 11/15/2016 | BTH | Finalize draft of first fee application, notice, cover sheet and certificate of service (2.7); Review UCC interim billing statements and related pleadings and begin drafting informal rejection related thereto (1.2). | 3.90 | 1,150.50 |
| | JFY | Review and analyze draft fee application and make revisions thereto. | 0.60 | 237.00 |
| | JFY | Review and analyze Committee fee issues and potential objection thereto based on Committee's desire to claim that Powell Valley is ineligible for bankruptcy relief. | 0.90 | 355.50 |
| 11/17/2016 | BTH | Code time entries for October interim fee application (.9); Create interim billing summary (.3); Finalize interim monthly fee application for October (.5). | 1.70 | 501.50 |
| 11/21/2016 | JFY | Review and analyze committee's interim fee applications. | 1.50 | 592.50 |
| 11/22/2016 | BTH | Review, revise and finalize first interim fee application (2.7). | 2.70 | 796.50 |
| | JFY | Review and revise Markus Williams fee application. | 1.00 | 395.00 |

| | | |
|---------------------------|-------|-------------|
| TOTAL SERVICES | Hours | |
| | 31.70 | 9,751.50 |
| TOTAL THIS INVOICE | | 9,751.50 |
| Previous Balance | | \$16,402.50 |

| | |
|-----------------------------------|--------------------|
| TOTAL OUTSTANDING INVOICES | <u>\$26,154.00</u> |
|-----------------------------------|--------------------|

| Aged Due Amounts | | | |
|------------------|---------------|---------------|------------------|
| <u>Stmt Date</u> | <u>Stmt #</u> | <u>Billed</u> | <u>Due</u> |
| 07/14/2016 | 92508 | 1,969.00 | 1,969.00 |
| 09/15/2016 | 93454 | 10,754.50 | 10,754.50 |
| 11/17/2016 | 94192 | 3,679.00 | 3,679.00 |
| | | | <u>16,402.50</u> |

PAYABLE UPON RECEIPT

MARKUS WILLIAMS YOUNG & ZIMMERMANN LLC
1700 LINCOLN STREET, SUITE 4550
DENVER, CO 80203
(303) 830-0800
www.MarkusWilliams.com
TAX ID 84-1292298

December 19, 2016

Invoice No.: 94557

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.016 Automatic Stay Adversary

PROFESSIONAL SERVICES:

| | | | Hours | |
|------------|-----|--|-------------|-------------------|
| 11/02/2016 | JMS | Review rules re initial disclosures and case scheduling conference. | 0.20 | 62.00 |
| 11/15/2016 | JFY | Correspondence with opposing counsel re rule 26(f); Conference and setting up time for same. | 0.30 | 118.50 |
| 11/16/2016 | JMS | Prepare for and attend Rule 26(f) conference; draft proposed discovery plan. | 1.20 | 372.00 |
| 11/17/2016 | JFY | Draft discovery report for adversary proceeding (0.2); Conference with B. Hunsicker re possible settlement of same (0.2). | 0.40 | 158.00 |
| 11/22/2016 | BTH | Review discovery report and correspondence related thereto (.3). | 0.30 | 88.50 |
| | JMS | Correspondence with counsel re discovery rule 26f report; Correspondence and conferences with B. Fix, counsel for the Stambaughs; Modify report per R. Krause. | 1.90 | 589.00 |
| 11/23/2016 | JMS | Correspondence with opposing counsel re execution of discovery report; Modify same; File with the Court. | 1.80 | 558.00 |
| | | TOTAL SERVICES | <u>6.10</u> | <u>1,946.00</u> |
| | | TOTAL THIS INVOICE | | 1,946.00 |
| | | Previous Balance | | \$1,054.50 |
| | | TOTAL OUTSTANDING INVOICES | | <u>\$3,000.50</u> |

| Aged Due Amounts | | | |
|------------------|---------------|---------------|-----------------|
| <u>Stmt Date</u> | <u>Stmt #</u> | <u>Billed</u> | <u>Due</u> |
| 09/14/2016 | 93438 | 730.00 | 730.00 |
| 11/17/2016 | 94193 | 324.50 | 324.50 |
| | | | <u>1,054.50</u> |

PAYABLE UPON RECEIPT